

# Important information about changes coming to your plan

Dear Plan Sponsor:

Your Plan's investment menu currently includes one or more investment options that no longer meet the standards Nationwide has established for its retirement products. This letter will tell you about changes we're making to those products which impact your plan, including the addition of a new investment option: the Nationwide Large Cap Growth Portfolio (Portfolio).

The Portfolio will be added to your plan on July 27, 2007. Subsequently, on September 14, 2007 we will remove American Century Ultra Fund, MFS Massachusetts Investors Growth Stock Fund, and Putnam Voyager Fund from your plan (unless you direct us otherwise). All existing assets and future deferrals to these options will be reallocated to the Portfolio.

Please note: The Portfolio will replace investment options currently offered through Nationwide ProAccount. Your decision not to add the Portfolio will also terminate the availability of Nationwide ProAccount for your participants.

The following information further explains these changes and how Nationwide will communicate them to your participants. Please read it carefully and, if you have questions, contact your Nationwide representative.

## What are the changes?

Your participants will soon have a new investment option for defined contribution assets.

- **On or about July 13, 2007** — Nationwide will send participants invested in one or more of the affected investment options the first of two notices that explain the changes and their options. If you choose not to add the Portfolio, on or about September 14 your participants will be sent a termination notice for the Nationwide ProAccount program.
- **On July 27, 2007** — The Portfolio will be made available for participant investment.
- **On or about August 13, 2007** — Nationwide will send participants invested in one or more of the affected investment options the second of two notices that explain the changes and their options.
- **At 4 p.m. (ET) on September 14, 2007** — The three investment options will be closed and all assets remaining in them, and any future deferrals, will be automatically moved into the Portfolio.

	Deferrals into and assets remaining in any of these options as of Sept. 14, 2007...			...will be moved into this option
Investment Option	American Century Ultra Fund: Investor Class	MFS Massachusetts Investors Growth Stock Fund: Class A	Putnam Voyager Fund: Class A	<b>Nationwide Large Cap Growth Portfolio</b> (available July 27, 2007)
Investment Objective	Long-term capital growth	Capital appreciation	Capital appreciation	Long-term capital appreciation
Fund/Portfolio Expenses	0.99%	0.93%	1.10%	0.95%
Plan Admin. Fees	0.95%	0.80%	0.80%	0.80%
Total Fees/Expenses*	1.94%	1.73%	1.90%	1.75%
Adviser/Subadvisers	American Century Investment Management	Massachusetts Financial Services Company	Putnam Investment Management	Nationwide Investment Advisors (adviser) / Goldman Sachs Asset Management; Neuberger Berman; Wells Capital Management (subadvisers)

\* Fund prospectuses and the Portfolio's *Offering Memorandum* contain more details about their fees and charges. This table reflects the maximum possible fees for the Portfolio and current expenses for the funds. Plan administration fees shown are the maximum possible — fees for your plan may be lower.



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## What do I need to do?

Review the enclosed *Offering Memorandum* for the Portfolio. This document contains details about the Portfolio, such as risk, fee, objective and investment strategy information. Then...

- If you want the Portfolio added to your plan's investment menu, no further action is necessary.
- If you do not want the Portfolio added to your plan's investment menu, please contact us at 1-877-677-3678. If we do not hear from you by July 9, 2007, the Portfolio will be added. Please note: If you choose not to add the Portfolio, you automatically discontinue participation in the Nationwide ProAccount program.

## What is the Nationwide Large Cap Growth Portfolio?



The Portfolio is an unregistered managed separate account of Nationwide Life Insurance Company that is designed to provide investors with access to a diversified portfolio of complementary equity investment strategies from specialized money managers through investment in a single portfolio. Nationwide Life Insurance Company, the sponsor of the Portfolio, has hired its affiliate, Nationwide Investment Advisors (NIA), to serve as the Investment Adviser to the Portfolio. NIA has retained the services of three experienced investment management firms to manage the Portfolio's assets. NIA, in its discretion, will allocate the Portfolio's assets among these investment managers in accordance with the Portfolio's investment guidelines.

You and your participants can track the Portfolio's performance via your plan website. The Portfolio is not a mutual fund. Its performance cannot be tracked in the newspaper or through other public sources.

## Benefits for you as plan sponsor

- **Simplifying the investment choices for your participants** — With one selection, participants can take advantage of the experience of three investment managers.
- **Responsive investment management** — Few funds can accommodate our size and scale of assets without distorting their investment-management strategy. The Portfolio is multi-managed to maintain a diversified portfolio.
- **Fewer disruptions** — The separate account structure enables Nationwide to monitor, and if necessary, replace subadvisers without disrupting the operation of the Portfolio, or your plan.
- **Transfer restrictions** — Since Nationwide sponsors the Portfolio and the products through which the Portfolio is offered, it can better monitor and protect against disruptive trading activity without having to rely on multiple trading policies.

## Where can I find out more information?

-  Log onto your plan website and click on Investment Info to download the information about your plan's investment options, including prospectuses, fact sheets and the *Offering Memorandum* for the Portfolio.
-  Call your Nationwide representative toll-free **1-877-677-3678**. Information from retirement specialists is for education purposes only and not intended as investment advice.

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